



## THINKING ABOUT A BOARD NOMINATION?

### What You Need to Know

The Board of Directors for Common Ground Healthcare Cooperative (CGHC) consists of nine voting members. Board members are elected by the CGHC membership to serve terms of up to three years. To be nominated for a Board position, or vote in the Board election, members must be 18 years of age or older. Additionally, their account must be in good standing.

The selection process for members interested in serving on the Board starts by completing the nominations form. Members can self-nominate or be nominated by another member of CGHC. Once the nomination is received, the CGHC Nominations Committee begins its review process.

A well-functioning Board includes Directors with diverse backgrounds and experience. The Nominations Committee, which has been appointed by the Board, looks for individuals who display one or more of the following characteristics:

1. Integrity and honesty
2. Consumer-focused mindset
3. Enthusiasm for CGHC's mission
4. Strong ties to the community
5. Experience or expertise needed by the Board. For example, previous board or non-profit experience, a background in business, marketing, health/insurance, finance, legal, or other
6. Selflessness – willing to put aside personal interests to act in the best interest of the cooperative
7. Objectivity and respectfulness when offering feedback
8. Thoughtful participation and an independent manner
9. Devoted to supporting the needs of the Board for a full 3-year term

Board of Director elections are contested. That means more candidates will be on the ballot than there are open seats.

**Once elected, the Board has a number of responsibilities as the true governing body of CGHC. Some of the most important responsibilities include:**

- Approve CGHC's mission, vision, and strategic direction.
- Ensure member control of the organization.
- Make decisions that are in the best interests of the cooperative and its members as a whole.
- Approve major actions, such as executing major contracts and capital expenditures.
- Monitor CGHC's finances and determine if resources are adequate to meet needs.
- Review and enforce policies.
- Ensure the Board meets the highest standard of legal and ethical integrity.
- Avoid conflicts of interests by diligently adhering to disclosure protocols, policies, and procedures.
- Select the CEO and ensure they have the tools, resources, and leeway needed to effectively manage the day-to-day operations of the cooperative.
- Hold the CEO accountable for the cooperative's performance.
- Support efforts to publicly and privately fulfill the cooperative's mission.
- Enhance the cooperative's public image wherever possible.

## **TIME COMMITMENT, EXPECTATIONS AND BOARD COMPENSATION**

The Board typically meets once a month at the CGHC office in Brookfield. The Directors will determine the best day and time for the meeting. Currently, the board meets on the third Tuesday of each month from 1:30 to 3:30 PM. The time commitment is estimated to be three to four hours per month. This includes attending Board meetings and committee meetings, time spent reviewing materials and traveling to board meetings. When necessary, Directors may attend Board meetings via conference call.

Directors also participate in committees. These meetings take place as needed (e.g., quarterly). Committees include:

- Audit and Finance
- Compliance and Integrity
- Nominations and Governance
- Strategic Planning

Board members are expected to commit the time needed to accomplish the following:

1. Develop a strong understanding of CGHC, its history and mission.
2. Understand CGHC's requirements under federal and state law as a Consumer Operated and Oriented Plan (CO-OP) and an insurance carrier.
3. Commit time and energy to dependably attend Board and committee meetings. This includes reviewing the agenda and materials and coming to meetings prepared to contribute.
4. Ask questions and give weight to recommendations made by CGHC staff.
5. Maintain Board independence and accountability.
6. Understand cooperative governance concepts and responsibilities.
7. Participate in Board training and development programs.
8. Share knowledge and use facts to express ideas.
9. Facilitate discussions to ensure all voices are heard.
10. Exercise duties with skill, care, and integrity.
11. Keep all cooperative information confidential.

CGHC's executive team and staff provide support and information to help the Board fulfill their responsibilities.

Directors may elect to receive a monthly stipend as compensation for time devoted to Board service. The stipend is equal to the average board member premium for the lowest cost bronze plan. Additionally, Directors receive mileage for attendance at Board and Committee meetings.

**If you have any questions, please call us at 877.514.2442  
or send an email to [Nominations@CommonGroundHealthcare.org](mailto:Nominations@CommonGroundHealthcare.org).**